

ELIZABETHTOWN AREA EMMAUS COMMUNITY CONSTITUTION AND BYLAWS

Adopted February 5, 2005

Revised April 11, 2026

ARTICLE I NAME

The name of this Community shall be the Elizabethtown Area Emmaus Community, hereafter referred to as the Community.

ARTICLE II PURPOSE

Section 1. The purpose of this Community is to inspire, challenge, and equip church members for Christian action in the homes, churches, places of work, and the world community through the Emmaus experience. This Community is organized exclusively for religious purposes under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future federal tax code).

Section 2. The Community is affiliated with the National Emmaus Program of the Upper Room, Nashville, Tennessee.

Section 3. No part of the net earnings of the Community shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the Community shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the Community shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Community shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Section 3A. Private Benefit/Private Inurement

No part of the net earnings of the Community shall be used to confer more than incidental private benefit, nor shall any part inure to the benefit of any private person, except that the Community may pay reasonable compensation for services rendered in furtherance of the Community's exempt purposes.

Notwithstanding any other provision of these Bylaws, the Community shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code) or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future federal tax code).

Section 4. Upon the dissolution of this Community, assets shall be distributed to one or more organizations organized and operated exclusively for exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code), or shall be distributed to the federal government, or to a state or local government for a public purpose.

ARTICLE III MEMBERSHIP

Section 1. All persons who have completed a weekend experience of the Walk to Emmaus, or who have completed Cursillo, Chrysalis, Tres Dias, or Residents Encounter

Christ (REC), are members of the Community. All members have the same rights and privileges.

Section 2. The Secretary or the Registrar shall maintain the official membership roll of the Community. To exercise membership rights, including voting, a member must be included on the membership roll. Members shall provide the information needed to be added to or updated on the membership roll by contacting the Secretary or the Registrar.

ARTICLE IV BOARD OF DIRECTORS

Section 1. Purpose

The direction of the Community is vested in a Board of Directors.

Section 2. Composition

A. The Board shall consist of not more than 15 elected Community members, excluding any additional voting members specified in Sections 10 and 13.

B. There are, at most, two clergy members: the Spiritual Director of the Community, who may serve no more than three consecutive one-year terms and is a voting member of the Board; and an optional Assistant Spiritual Director of the Community, who performs the duties of the Spiritual Director in their absence and is a non-voting member of the Board.

C. The Board should reflect a variety of Christian denominations represented within the Community.

Section 3. Terms of Office

A. Lay persons on the Board are elected by the Community members in three panels for three-year terms. Nomination procedures are prescribed in writing as a standing rule of the Board. Election is determined by a plurality of votes cast.

B. Board members cannot succeed themselves in consecutive three-year terms but must take a sabbatical from the Board for at least one year.

C. Terms of office begin January 1 and terminate December 31.

Section 4. Officers

A. Officers are the Chairperson of the Board, Vice Chairperson, Secretary, and Treasurer. The Vice Chairperson must be eligible to serve an additional year on the Board to serve as the Chairperson of the Board the following year.

B. At the January meeting, Coordinators from among current Board members and other members of the Community shall be appointed over essential ministry areas as determined by the Chairperson in coordination with the Board.

C. One or more Treasurers may serve at the pleasure of the Board and are not required to be current members of the Board. If a Treasurer is not a Board member, the Treasurer serves in a non-voting capacity and provides financial reports to the Board as requested.

Section 5. Election of Officers

The Vice Chairperson from the previous year will automatically become Chairperson as of January 1 unless unable to serve, in which case the Board of Directors will elect a Chairperson before the January meeting of the Board. Secretary and Treasurer positions shall be elected annually by the Board of Directors at the January meeting for a one-year term beginning January 1 and terminating December 31. The Vice Chairperson for the current year shall be elected no later than the May Board meeting.

Section 6. Nominating Committee

A Nominating Committee consisting of three current Board members shall be appointed by the Chairperson of the Board in August to make appropriate proposals for Board members for election by December and terms starting in January.

Section 7. Meetings

A. The Board shall meet on the first Saturday of each month or at a time determined by a majority of the members of the Board.

B. Special meetings of the Board may be called by the Chairperson or upon a written request by a majority of the Board members. All Board members must be notified of any special meeting by email, text message, or telephone at least 48 hours in advance, unless circumstances require shorter notice.

C. Community Gatherings shall be held on the first Saturday of each month or at times determined by a majority of the members of the Board. Community Gatherings may be held in conjunction with a Board meeting or separately, as determined by the Board.

Section 8. Quorum

A majority of the voting members of the Board of Directors then in office shall constitute a quorum for the transaction of Board business at a duly called meeting.

Section 8A. Voting

Unless otherwise provided in these Bylaws, actions of the Board of Directors require a majority vote of the voting members present at a meeting at which a quorum is established.

Section 9. Spiritual Director

The Spiritual Director of the Community is selected annually by the Chairperson, with the term beginning January 1. The Spiritual Director may be replaced during the term by a majority vote of current Board members. An optional Assistant Spiritual Director of the Community may be selected by the Spiritual Director and approved by a majority vote of the current Board members. The Assistant Spiritual Director will perform the duties of the Spiritual Director in their absence but will not be a voting member of the Board.

Section 10. Past Chairperson of the Board

The immediate past Chairperson of the Board serves on the Board one additional year as a voting member in an advisory capacity if they are no longer serving as an elected Community member. This position is in addition to the elected Community members described in Section 2(A).

Section 11. Vacancies on the Board

The Board may elect members upon nomination by a vacancy committee of three current Board members appointed by the Chairperson to fill vacancies until the next regular

election. Such members are eligible for election by the Community at the next regular election.

Section 12. Advisory Members

Advisory Board members are Lay Directors from the immediate past Men's, Women's, and REC Walks and the upcoming Men's, Women's, and REC Walks. They serve in an advisory, non-voting capacity.

Section 13. Chrysalis Board Representative

The current Chairperson of the Chrysalis Board of Directors shall serve as a voting member of the Emmaus Board of Directors. This position is in addition to the elected Community members described in Section 2(A).

ARTICLE V WALK TO EMMAUS

The Community shall follow the guidelines of the National Walk to Emmaus program and current Board policies in the formation of the three-day (72-hour) Walk to Emmaus experience. In the event of a conflict between National guidelines and Board policies, the National guidelines shall govern.

ARTICLE VI PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Community at Board meetings and Community Gatherings in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE VII AMENDMENTS

Proposed amendments to the Bylaws may be presented to the Board by any member of the Board one month in advance of consideration by the Board. If the amendments are adopted by a three-fourths vote of the Board, notice will be given on the Community Website and Social Media Account, and copies made available at a Community Gathering. If no petitions signed by at least 25 Community members objecting to the amendments are received by the Secretary or the Registrar within 30 days of the notice, the amendments will be adopted. If a valid objection petition is received, the amendments will not be adopted through this process. If the Board then wishes, by a majority vote and notice on the Community Website and Social Media Account, the amendments may be submitted to the Community members present at a Community Gathering. A majority of the members voting will decide the matter. These Bylaws shall be reviewed quinquennially at a minimum to ensure alignment with current National Walk to Emmaus program guidance and Community direction.